Board Process Policy No. 4.1.10

Annual Certification of Board Member Code of Conduct

The Board of Trustees of the Utah Transit Authority has adopted board process policies setting forth in detail the fiduciary duties and legal responsibilities of the Board and its members. These policies, together with certain provisions of State and federal law (more particularly identified in Attachment 1, Annual Certification of Board Member Code of Conduct) set forth standards of conduct for Board members in areas where there are actual or potential conflicts between their public duties and their private lives (hereinafter collectively “Code of Conduct”).

Additionally, the Board desires to require disclosures of financial holdings or business or trade relationships that may create current or future conflicts of interest, and to provide for an internal process to evaluate any possible conflicts of interest. Thus, each member of the Board shall, in addition to the Annual Certification, annually complete a Public Financial Disclosure Report.

To promote the public interest and strengthen the faith and confidence of the people in the integrity of the Authority, it is the policy of the Board that each of its members disclose all actual or potential conflicts of interest when they first become members of the Board, and at least annually thereafter or sooner as circumstances justify. The Annual Certification shall be in the form of Attachment 1, and the annual Public Financial Disclosure Report shall be in the form of Attachment 2 hereto, as may be amended by the Board from time to time.

In the event that a conflict of interest or a violation of the Code of Conduct is reported, the procedures outlined in Board Process Policy No. 4.4.1 shall be followed.

Revision History	
Rescinds	R2005-05-02 R2010-07-01
Effective Date	November 18, 2015
Adopted By	R2015-11-04
Amended by	R2017-05-02
Amended by	R2017-11-01

ANNUAL CERTIFICATION OF BOARD MEMBER CODE OF CONDUCT

I, _______________________________________ (please print legibly), the undersigned, having been appointed a member of the Board of Trustees of the Utah Transit Authority, hereby certify that I have received copies of, read, and understand the following specified standards that constitute the Authority's Board Member Code of Conduct:

1. The Federal Transit Administration's Master Agreement, authorized by the Federal Transit Act, 49 United States Code §§ 5301, *et seq*., dealing with real or apparent conflicts of interest.
2. Utah's Public District Transit Act, Utah Code Ann. § 17B-2a-814, *et. seq*., prohibiting conflicts of interest and 17B-2a-804(2)(c) prohibiting a current board member of a public transit district from having any interest in the transactions engaged in by the public transit district, including transit oriented development and/or transit supportive development, except as may be required by the board member's fiduciary duty as a board member.
3. Utah's Public Officers' and Employees' Ethics Act, Utah Code Ann. §§ 67-16-1, *et seq.*, setting forth standards of conduct for officers of the State of Utah's political subdivisions.
4. Utah Transit Authority Board Process Policy numbers 4.4.1 thru 4.4.6, regarding board members' fiduciary duties and legal responsibilities.

I agree that during my tenure as a member of the Board of Trustees I will abide by and conduct myself within the Code of Conduct. I further agree that the Board may enforce this Code of Conduct consistent with Board Policy and/or as otherwise permitted by law.

I hereby disclose the following persons, entities, or interests with which I or a relative of mine has an interest or involvement that may result in an actual or potential conflict of interest, directly or indirectly, with respect to my service as a member of the Board of Trustees.

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During my tenure as a member of the Board of Trustees, should any actual or potential conflict of interest arise from any relationship or interest, direct or indirect, which has not been disclosed above, I agree that I shall forthwith notify the Board of Trustees in accordance with Board Process Policy No. 4.4.1.

___________________________ ___________________________

Witness Board of Trustees' Member

____

Date

Board Process Policy No. 4.1.10 Attachment 1.

UTA

PUBLIC FINANCIAL DISCLOSURE REPORT

(Compliance with Board Process Policy 4.1.1 Code of Conduct)

BOARD MEMBER

General Information

This Public Financial Disclosure Report form is required because of the duties and responsibilities of your position. The purpose of the Report is to address and/or avoid involvement in any matter that may create a real or perceived conflict of interest in connection with or between your duties for UTA and your private financial matters.

IT IS IMPORTANT TO NOTE THAT YOU ARE NOT REQUIRED TO REPORT THE SPECIFIC DOLLAR AMOUNTS OR VALUES OF YOUR HOLDINGS. THE PURPOSE OF THIS REPORT IS NOT TO DISCLOSE YOUR FINANCIAL POSITION, BUT TO DISCLOSE AND ADDRESS POTENTIAL CONFLICTS OF INTEREST.

This Report, fully completed, is due no later than December 31, 2017 for the reporting period beginning January 1, 2017. Thereafter, a new Report for each calendar year must be completed and returned no later than December 31 of each year. Newly appointed Board members must submit the Report with information from the previous twelve (12) months within ten (10) days from appointment to the Board.

The information is arranged in six separate categories. **Fill in all blanks** – if you have nothing to report in a category, write “N/A” or “None”.

PUBLIC FINANCIAL DISCLOSURE REPORT

Board Member’s Name *Print last, first, middle initial)*		Appointing Authority:
Work Phone	Reporting Status New Entrant ☐ Annual ☐	If New Entrant, Date of Appointment to Position *(mm/dd/yy)*

I certify that the statements I have made on this form and all attached statements are true, complete, and correct to the best of my knowledge.

Signature of Board Member	Date *(mm/dd/yy)*

1. Assets

You should report in the space provided below all items noted for **you, your spouse, and any dependent children** (dependent child is defined as a son, daughter, stepson or stepdaughter who is either unmarried and under age 21 and living in your house, or considered dependent under the U.S. tax code). Please attach any additional required details that do not fit into the space below.
You do **NOT** need to report: • Diversified mutual funds, certificates of deposit, savings accounts, checking accounts, money market accounts, T-bonds, bills, notes and savings bonds • Term life insurance • Your personal residence, vehicles, furnishings, and similar personal property • Money owed to you by a spouse, parent, sibling, or child

You **MUST** report in the space provided below:
• Assets worth more than $5,000 and/or assets that produced more than $1,000 in income, including the following:
   • Stocks (by name or by stock ticker ID)
   • Bonds
   • Annuities
   • Trust holdings (name of trust)
   • Partnership interests (name of partnership)
   • Transportation-sector mutual funds (name of mutual fund)
   • Whole-life insurance
   • Investment real estate (type of real estate (rental home, commercial property, etc.) and address/location)
   • Ownership in a privately-held trade or business (name and type of business as well as the address)
   • Other similar assets
• Defined benefit pension plans from a former employer (name of former employer)

Reportable Information

Details of each Asset

2. Income

You should report all items noted below for **you, your spouse and your dependent children (as defined above).**
You do **NOT** need to report: • Veterans' benefits • Your UTA salary • Social Security benefits
You **MUST** report: • For yourself: (1) all sources *(but not the amount)* of salary, fees, commissions, and other earned income greater than $5,000 per year (2) honoraria greater than $200 (3) other non-investment income such as scholarships, prizes, and gambling income greater than $1,000 • For your spouse and your dependent children: (1) all **sources** *(but not the amount)* of salary, fees, commissions, and other earned income greater than $5,000, and (2) honoraria greater than $200

Reportable Information

Name / Description

3. Liabilities

You should report all items noted below for **you, your spouse, and any dependent children.**
You do **NOT** need to report: • Any liability, such as a mortgage, a student loan, or a credit card account, from a financial institution or business entity that was granted on terms made available to the general public • Loans secured by automobiles, household furniture, or appliances, unless the loan exceeds the purchase price of the item it secures • Liabilities that you owe to your spouse or to the parent, sibling, or child of you, your spouse, or your dependent child
You **MUST** report in the space below: • A liability over $10,000 owed, other than a loan from a financial institution or business entity granted on terms made available to the general public • A loan over $10,000 from an individual, such as a friend or a business associate

Reportable Information

Name and Address of Creditor	**Type of liability** *(personal loan, margin account, etc.)*

4. Outside Positions

You should report all items noted below for **yourself** and, where applicable, your spouse and dependent children
You do **NOT** need to report: • Any position with a - Religious entity - Social entity - Fraternal entity • Any position held by your spouse or dependent children, except as outlined below • Any position that you hold as part of your official UTA duties
You should report: For yourself: • All positions outside UTA, whether or not you were compensated and whether or not you currently hold that position. If representing UTA in the position, please indicate it accordingly in the table below. Positions include an officer, director, employee, trustee, general partner, proprietor, representative, executor, or consultant of any of the following: - Political entity - Corporation, partnership, trust, or other business entity - Non-profit or volunteer organization - Educational institution For your spouse and/or dependent children: • any position currently held in a transportation-related field, **or** with an entity currently under contract with UTA for any goods or services

Reportable Information

Organization *(include city and state where organization is located)*	**Type of organization**	**Position** *(include whether for yourself, your spouse or dependent children)*	**Check if you no longer hold this position**
			☐
			☐
			☐
			☐
			☐

5. Agreements or Arrangements

You should report all items noted below for **yourself**
You do **NOT** need to report: • Any agreement or arrangement related to your employment with UTA
You **MUST** report: • A current leave of absence • Future employment, including date you accepted employment offer • Continuation of payment by a former employer (including severance payments) greater than $200 in a calendar year • Past employment (within last 5 years) with a company or employer in the transportation industry, or with any company or business with known contracts or relationships with UTA • Any other employment, relationships, arrangements, or relatives' employment that may create a conflict, or the appearance of a conflict of interest with your duties or responsibilities at UTA • Any arrangements or contracts between you and another UTA employee, outside the scope of your UTA employment

Reportable Information

Entity with which you have or had an agreement or arrangement *(include city and state where entity is located)*	**Terms of Agreement or Arrangement**

6. Gifts and Travel Reimbursements

You should report all items noted below for **you, your spouse, and any dependent children**
You do **NOT** need to report: • Anything received from relatives • Bequests and other forms of inheritance • Gifts and travel reimbursements in connection with UTA approved travel • Gifts of hospitality (food, lodging, entertainment) at the donor's personal residence • Anything received by your spouse or dependent child totally independent of their relationship to you
You **MUST** report: • Travel-related reimbursements, or third-party payment for any travel-related items (**NOT** UTA-approved/paid travel) (items such as lodging, transportation, and food); include where you traveled, the purpose, and dates of the trip, and who provided the payment or reimbursement • Any other gifts

Reportable Information

Description	Source

7. ANY OTHER DECLARATIONS

Fill out this part if you believe you have a perceived or actual conflict of interest that has not been covered in this form anywhere else.

Description

This page is to be completed by the Chief Internal Auditor or the General Counsel upon receipt of the completed financial disclosure form and handed back to the Trustee as evidence of appropriate submission.

I, ______________________, acknowledge receipt of ___________________financial disclosure on __________________.

Signature: ______________________________